



### **DECLARATION OF ETHAN A. JONES**

STATE OF TEXAS                   §  
  §  
COUNTY OF BEXAR               §

BEFORE ME, the undersigned authority, on this day personally appeared Ethan A. Jones, who, after being duly sworn, did depose and testify as follows:

My name is Ethan A. Jones. I am over twenty-one (21) years of age, and I am fully competent to make this Declaration.

1. I am Assistant Secretary of Valero Services, Inc., a subsidiary of Valero Energy Corporation ("Valero Energy"). In this position, I am familiar with the business, operations, books, and records of Valero Energy and its subsidiaries. The statements made herein are true and correct and are based on my personal knowledge, and on my knowledge from previously reviewing documents prepared and maintained by Valero Energy and its subsidiaries in the ordinary course of business. I could and would testify to these facts if called to do so.

#### **BACKGROUND**

2. Valero Marketing and Supply Company ("VMSC"), Valero Refining Company-California ("VRC-CA") and Ultramar Inc. have been sued in *City of Fresno v. Chevron U.S.A., Inc., et al.*

#### **VMSC AND VRC-CA**

3. VMSC and VRC-CA are subsidiaries of Valero Energy.

4. VMSC is a distributor of gasoline and other products, having done business in California only since March 16, 2000. VMSC did not do business in the State of California before this date.

5. VMSC purchases refined products from certain Valero refineries and markets those products to various parties. VMSC has neither manufactured MTBE nor refined gasoline. VMSC has never owned, operated, or leased a refinery.

6. VRC-CA refines crude oil into gasoline and other products, having done business in California only since March 16, 2000. VRC-CA did not do business in the State of California before this date.

7. On or about May 15, 2000, VRC-CA purchased the Benicia refinery, located at 3400 E. 2nd Street in Benicia, California, from Exxon Mobil Corporation, and has owned and operated the refinery since that date.

8. Neither VMSC nor VRC-CA have ever manufactured equipment used for the distribution, handling, storage, dispensing or sale of gasoline products.

9. Neither VMSC nor VRC-CA have ever owned, leased, or operated the retail gas station or real estate located at 2139 South Elm Avenue, Fresno, CA.

10. Neither VMSC nor VRC-CA have ever owned, leased, or operated the retail gas station or real estate located at 1625 North Chestnut Ave., Fresno, CA.

11. Neither VMSC nor VRC-CA have ever owned, leased, or operated the retail gas station or real estate located at 4594 East Tulare Avenue, Fresno, CA.

12. Neither VMSC nor VRC-CA have ever owned, leased, or operated the retail gas station or real estate located at 4591 East Belmont, Fresno, CA.

13. Neither VMSC nor VRC-CA have ever owned, leased, or operated the retail gas station or real estate located at 2809 South Chestnut, Fresno, CA.

**ULTRAMAR INC.**

14. Ultramar Inc. is a Nevada corporation with operations primarily in Wilmington, California. It was incorporated on April 10, 1931. Beacon Oil Company ("Beacon") was acquired by and merged into Ultramar Inc. on September 18, 1989.

15. On December 3, 1996 Ultramar Corporation merged with Diamond Shamrock, Inc. to form Ultramar Diamond Shamrock Corporation. After this merger, Ultramar Inc. continued in existence as a subsidiary of Ultramar Diamond Shamrock Corporation.

**VALERO ENERGY - ULTRAMAR DIAMOND SHAMROCK CORPORATION MERGER**

16. On December 31, 2001, Ultramar Diamond Shamrock Corporation merged with and into Valero Energy. At that time, Ultramar Inc. became a subsidiary of Valero Energy.

17. Ultramar Inc., VMSC, and VRC-CA have continued to operate as subsidiaries of Valero Energy since December 31, 2001.

18. Ultramar Inc. did not merge with or into VMSC. In connection with the stations identified in paragraphs 9-13, Ultramar Inc. has not transferred or assigned any liabilities, obligations or property to VMSC, nor has VMSC assumed or received any liabilities, obligations or property from Ultramar Inc.

19. Ultramar Inc. did not merge with or into VRC-CA. In connection with the stations identified in paragraphs 9-13, Ultramar Inc. has not transferred or assigned any liabilities, obligations or property to VRC-CA, nor has VRC-CA assumed or received any liabilities, obligations or property from Ultramar Inc.

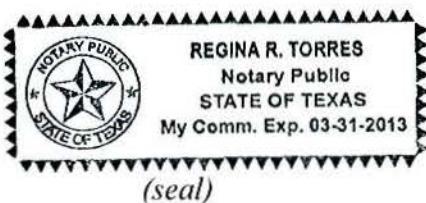
20. Ultramar Inc. continues to exist and conduct business as of the date of this Declaration. Thus, neither VMSC nor VRC-CA are successors-in-interest to Ultramar Inc.



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Ethan A. Jones

Given under my hand and seal of office this 15<sup>th</sup> day of March, 2013.



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Regina R. Torres  
Notary Public in and for  
The State of Texas